

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON AT SEATTLE

IN RE CTI BIOPHARMA CORP. SECURITIES
LITIGATION

Case No. 2:16-cv-00216-RSL

Hon. Robert S. Lasnik

Class Action

**REPLY DECLARATION OF LEAH GODESKY, ESQ. IN FURTHER SUPPORT OF
MOTION TO DISMISS BY DEFENDANTS CTI BIOPHARMA CORP., JAMES A.
BIANCO, LOUIS A. BIANCO, JACK W. SINGER, FREDERICK W. TELLING, REED V.
TUCKSON, PHILLIP M. NUDELMAN, JOHN H. BAUER, KAREN IGNAGNI,
RICHARD L. LOVE, AND MARY O. MUNDINGER**

LEAH GODESKY, under 28 U.S.C. § 1746, does hereby state and depose under oath as follows:

1. I am an attorney admitted *pro hac vice* to practice before this Court (*see* ECF No. 60), and an associate at O'Melveny & Myers LLP, with an office located at 7 Times Square, New York, New York, 10036. O'Melveny is counsel to defendants CTI BioPharma, Corp. ("CTI"), James A. Bianco, Louis A. Bianco, Jack W. Singer, Frederick W. Telling, Reed V. Tuckson, Phillip M. Nudelman, John H. Bauer, Karen Ignagni, Richard L. Love, and Mary O. Mundinger (together, the "CTI Defendants"). I have personal knowledge of the matters below.

2. I submit this declaration to place before the Court a true and correct copy of a publicly available document on which the CTI Defendants rely in their Reply in Further Support of Their Motion to Dismiss.

3. Attached as Exhibit 1 is a true and correct copy of the 2016 Definitive Proxy Statement that CTI filed with the Securities and Exchange Commission ("SEC") on March 17, 2016, which was obtained from the SEC's public Edgar database on or about February 20, 2017,

1 and is available at [https://www.sec.gov/Archives/edgar/data/891293/000089129316000123/](https://www.sec.gov/Archives/edgar/data/891293/000089129316000123/definitiveproxystatement42.htm)
2 [definitiveproxystatement42.htm](https://www.sec.gov/Archives/edgar/data/891293/000089129316000123/definitiveproxystatement42.htm).
3

4 I declare under penalty of perjury that the foregoing is true and correct to the best of my
5 knowledge, information, and belief.

6 Executed this 22nd day of February, 2017.

7 /s/ Leah Godesky
8 Leah Godesky
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CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on February 22, 2017, I electronically filed the foregoing Reply Declaration of Leah Godesky with the Clerk of the Court using the ECF system, which will send notification of such filing to the e-mail addresses of participants in the case who are registered CM/ECF users. Non-CM/ECF registrants will be duly and properly served with the Declaration of Leah Godesky in accordance with the Federal Rules of Civil Procedure.

/s/ Brendan T. Mangan
Brendan T. Mangan